

Michael McConnell
Texas Bar I.D. 13447300
Clay Taylor
Texas Bar I.D. 24033261
Nancy Ribaud
Texas Bar I.D. 24026066
KELLY HART & HALLMAN LLP
201 Main Street, Suite 2500
Fort Worth, Texas 76102
Telephone: 817/332-2500
Telecopy: 817/878-9280

Attorneys for Scott Oils, Inc.

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS
ABILENE DIVISION

In re:	§	
	§	
R.L. Adkins Corp.,	§	CASE NO. 11-10241-rlj-11
	§	
Debtor.	§	CHAPTER 11

**SCOTT OILS, INC.'S DESIGNATION OF WITNESSES FOR CONFIRMATION
HEARING ON THE SECOND AMENDED PLAN OF REORGANIZATION (AS
MODIFIED) PROPOSED BY SCOTT OILS, INC.**

Scott Oils, Inc., a creditor and party in interest herein ("Scott Oils"), hereby files the following Witness List for the hearing to consider confirmation of the Second Amended Plan of Reorganization for R. L. Adkins Corporation (As Modified), Proposed by Scott Oils, Inc. ("Plan") [Docket Nos. 638 and 645] currently scheduled for April 4, 2013 (the "Hearing").¹

WITNESSES

Scott Oils may call any of the following witnesses at the Hearing:

1. Scott Taliaferro;
2. Cary A. McGregor, P.E., Platt Sparks & Associates – expert testimony;
3. Jonathan E. Daniel, Chief Restructuring Officer for R. L. Adkins, Corp.;

¹ The Court has also reserved April 5 and April 18, 2013 as additional hearing dates, if necessary.

4. James Walter;
5. Harvey Morton, Chapter 11 Trustee;
6. George Tarpley, Shareholder, Cox Smith Matthews Incorporated – expert testimony;
7. Craig Henderson (via proffer);
8. Any witness called or designated by any other party for this hearing; and
9. Any rebuttal witnesses as necessary.

Scott Oils reserves the right to supplement this Witness List, as necessary, to rebut the testimony of witnesses called or exhibits designated by any other party.

Scott Oils reserves the right to hereafter supplement, amend or modify this list as appropriate.

KELLY HART & HALLMAN LLP

By: /s/ Nancy Ribaudó

Michael A. McConnell
Texas Bar I.D. 13447300
Clay Taylor
Texas Bar I.D. 24033261
Nancy L. Ribaudó
Texas Bar I.D. 24026066
201 Main Street, Suite 2500
Fort Worth, Texas 76102
Telephone: 817/332-2500
Telecopy: 817/878-9280

Attorneys For Scott Oils, Inc.

CERTIFICATE OF SERVICE

A true and correct copy of the foregoing document was served on March 19, 2013 on the parties listed below via ECF, and all other persons receiving notification via ECF Electronic Notice.

Scott Mark DeWolf
ROCHELLE MCCULLOUGH, LLP
325 N. St. Paul Street, Suite 4500
Dallas, Texas 75201
Counsel for the Chapter 11 Trustee

Erin Marie Schmidt
Office of the United States Trustee
1100 Commerce St., Room 976
Dallas, Texas 75242
Trial Attorney for the Office of the United States Trustee

Phil F. Snow
SNOW FOGEL SPENCE LLP
2929 Allen Parkway, Suite 4100
Houston, TX 77019
Counsel for the Official Committee of Unsecured Creditors

Charles Dick Harris
Law Office of Dick Harris, P.C.
P.O. Box 3835
Abilene, TX 79604
Counsel for R.L. Adkins, Corp.

/s/ Nancy Ribaud

Nancy Ribaud

1463681.1